

**UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION**

IN RE AUTOMOTIVE PARTS
ANTITRUST LITIGATION

: Master File No. 12-md-02311
: Honorable Marianne O. Battani
:

In Re: Instrument Panel Clusters	: 2:12-cv-00200
In Re: Fuel Senders	: 2:12-cv-00300
In Re: Heater Control Panels	: 2:12-cv-00400
In Re: Alternators	: 2:13-cv-00700
In Re: Windshield Wipers	: 2:13-cv-00900
In Re: Radiators	: 2:13-cv-01000
In Re: Starters	: 2:13-cv-01100
In Re: Ignition Coils	: 2:13-cv-01400
In Re: Motor Generators	: 2:13-cv-01500
In Re: HID Ballasts	: 2:13-cv-01700
In Re: Inverters	: 2:13-cv-01800
In Re: Fuel Injection Systems	: 2:13-cv-02200
In Re: Power Window Motors	: 2:13-cv-02300
In Re: Automatic Fluid Transmission Warmers	: 2:13-cv-02400
In Re: Valve Timing Control Devices	: 2:13-cv-02500
In Re: Air Conditioning Systems	: 2:13-cv-02700
In Re: Windshield Washer Systems	: 2:13-cv-02800
In Re: Spark Plugs	: 2:15-cv-03000

THIS DOCUMENT RELATES TO:
AUTOMOBILE DEALERSHIP ACTIONS
END-PAYOR ACTIONS

**STIPULATION AND ORDER REGARDING END-PAYOR AND
AUTOMOBILE DEALERSHIP PLAINTIFFS' MOTION TO
CONSOLIDATE CLAIMS AND AMEND COMPLAINTS**

WHEREAS, End-Payor ("EPPs") and Automobile Dealership Plaintiffs ("ADPs") (collectively, "Plaintiffs") have each filed consolidated amended class action complaints ("CACs") in the above-captioned cases against Defendants¹;

¹ "Defendants" collectively refers to the defendants in the above-captioned cases.

WHEREAS, per Local Rule 7.1(a)(1), since November 2015 Plaintiffs have invited all Defendants who have been served and appeared in the above-captioned cases to meet and confer concerning Plaintiffs' intention to file a motion to consolidate the claims in those cases and engaged in multiple meet and confers with those Defendants who agreed to meet and confer (certain Defendants declined to meet and confer at this time);

WHEREAS, during the course of said meet-and-confers, Plaintiffs have shared with Defendants a draft of an amended CAC that is substantively similar to the CACs that Plaintiffs will seek leave to file pursuant to the motion, and Defendants have not consented to the filing of such an amended CAC; and

WHEREAS, Plaintiffs will move the Court for an order consolidating EPP and ADP claims in the above-captioned cases against Defendants and seek leave to file a CAC on behalf of EPPs and a CAC on behalf of ADPs alleging claims against Defendants in the above-captioned cases as having engaged in a conspiracy to unlawfully fix and artificially raise the prices of automotive parts sold in the United States and elsewhere.

Defendants and Plaintiffs hereby stipulate to the following briefing schedule for the motion to consolidate claims and amend CACs:

1. Plaintiffs shall file their Motion to Consolidate Claims and Amend Complaints by December 18, 2015;
2. Defendants shall file their Oppositions to Plaintiffs' Motion to Consolidate Claims and Amend Complaints by January 25, 2016;
3. Plaintiffs shall file their Reply in Support of their Motion to Consolidate Claims and Amend Complaints by February 12, 2016;

4. Plaintiffs and Defendants request that the Court hear oral argument from Plaintiffs and Defendants on the Motion to Consolidate Claims and Amend Complaints as soon thereafter as it may be heard before the Honorable Marianne O. Battani.

IT IS SO STIPULATED.

DATED: December 17, 2015

/s/ Steven N. Williams

Steven N. Williams

Demetrius X. Lambrinos

Elizabeth Tran

COTCHETT, PITRE & McCARTHY, LLP

San Francisco Airport Office Center

840 Malcolm Road, Suite 200

Burlingame, CA 94010

Telephone: (650) 697-6000

Facsimile: (650) 697-0577

swilliams@cpmlegal.com

dlambrinos@cpmlegal.com

etran@cpmlegal.com

Hollis Salzman

Bernard Persky

William V. Reiss

ROBINS KAPLAN LLP

601 Lexington Avenue, Suite 3400

New York, NY 10022

Telephone: (212) 980-7400

Facsimile: (212) 980-7499

HSalzman@RobinsKaplan.com

BPersky@RobinsKaplan.com

WReiss@RobinsKaplan.com

Marc M. Seltzer

Steven G. Sklaver

SUSMAN GODFREY L.L.P.

1901 Avenue of the Stars, Suite 950

Los Angeles, CA 90067-6029

Telephone: (310) 789-3100

Facsimile: (310) 789-3150

mseltzer@susmangodfrey.com

ssklaver@susmangodfrey.com

Terrell W. Oxford

Omar Ochoa

SUSMAN GODFREY L.L.P.

901 Main Street, Suite 5100
Dallas, Texas 75202
Telephone: (214) 754-1900
Facsimile: (214) 754-1933
toxford@susmangodfrey.com
oochoa@susmangodfrey.com

Chanler A. Langham

SUSMAN GODFREY L.L.P.

1000 Louisiana
Suite 5100
Houston, TX 77002
Telephone: (713) 651-9366
Facsimile: (713) 654-6666
clangham@susmangodfrey.com

*Attorneys for Plaintiffs and Interim Co-Lead Class
Counsel for the Proposed End-Payor Plaintiff
Classes*

/s/ E. Powell Miller

E. Powell Miller

Devon P. Allard

THE MILLER LAW FIRM, P.C.

The Miller Law Firm, P.C.
950 W. University Drive, Suite 300
Rochester, MI 48307
Telephone: (248) 841-2200
Facsimile: (248) 841-2200
epm@millerlawpc.com
dpa@millerlawpc.com

*Interim Liaison Class Counsel for the Proposed
End-Payor Plaintiff Classes*

DATED: December 17, 2015

/s/ Jonathan W. Cuneo

Jonathan W. Cuneo

Joel Davidow

Daniel Cohen

Victoria Romanenko

CUNEO GILBERT & LADUCA, LLP

507 C Street, N.E.
Washington, DC 20002
Telephone: (202) 789-3960
Facsimile: (202) 789-1813
jonc@cuneolaw.com
joel@cuneolaw.com

danielc@cuneolaw.com
vicky@cuneolaw.com

Don Barrett
David McMullan
Brian Herrington
BARRETT LAW GROUP, P.A.
P.O. Box 927
404 Court Square
Lexington, MS 39095
Telephone: (662) 834-2488
Facsimile: (662) 834.2628
dbarrett@barrettlawgroup.com
bherrington@barrettlawgroup.com
dmcmullan@barrettlawgroup.com

Shawn M. Raiter
LARSON • KING, LLP
2800 Wells Fargo Place
30 East Seventh Street
St. Paul, MN 55101
Telephone: (651) 312-6500
Facsimile: (651) 312-6618
sraiter@larsonking.com

*Interim Co-Lead Counsel for the Automobile Dealer
Plaintiffs*

Gerard V. Mantese (Michigan Bar No. P34424)
Alexander E. Blum (Michigan Bar No. P74070)
**MANTESE HONIGMAN ROSSMAN AND
WILLIAMSON, P.C.**
1361 E. Big Beaver Road
Troy, MI 48083
Telephone: (248) 457-9200 ext. 203
Facsimile: (248) 457-9201
gmantese@manteselaw.com
ablum@manteselaw.com

*Attorneys for Plaintiffs and Interim Liaison Counsel
for the Proposed Automobile Dealership Plaintiffs
Classes*

DATED: December 17, 2015

/s/ Barry A. Pupkin (w/consent)

Barry A. Pupkin
Iain R. McPhie
Jeremy W. Dutra
SQUIRE PATTON BOGGS (US) LLP
2550 M Street, NW
Washington, DC 20037
Tel: (202) 457-6000
Fax: (202) 457-6315
Barry.Pupkin@squirepb.com
Iain.McPhie@squirepb.com
Jeremy.Dutra@squirepb.com

Counsel for Aisan Industry Co., Ltd., Aisan Corp. of America, Franklin Precision Industry, Inc., and Hyundam Industrial Co., Ltd.

/s/ Jeremy Calsyn (w/consent)

Jeremy J. Calsyn
Bradley Justus
CLEARY GOTTlieb STEEN & HAMILTON LLP
2000 Pennsylvania Ave., NW
Washington, DC 20006
Tel.: (202) 974-1500
Fax: (202) 974-1999
jcalsyn@cgsh.com
bjustus@cgsh.com

/s/ Howard B. Iwrey (w/consent)

Howard B. Iwrey (P39635)
DYKEMA GOSSETT PLLC
39577 Woodward Ave., Suite 300
Bloomfield Hills, MI 48304
Tel.: (248) 203-0526
Fax: (248) 203-0763
hiwrey@dykema.com

Counsel for Defendants Aisin Seiki Co., Ltd., and Aisin Automotive Casting, LLC

/s/ Anita F. Stork (w/consent)

Anita F. Stork
COVINGTON & BURLING LLP
One Front Street
35th Floor

San Francisco, CA 94111
Telephone: (415) 591-6000
Fax: (415) 955-6550
astork@cov.com

/s/ Maureen T. Taylor (w/consent)

Herbert C. Donovan (P51939)

Maureen T. Taylor (P63547)

**BROOKS WILKINS SHARKEY & TURCO
PLLC**

401 Old South Woodward, Suite 400

Birmingham, MI 48009

Telephone: (248) 971-1721

Fax: (248) 971-1801

taylor@bwst-law.com

donovan@bwst-law.com

*Counsel for Alps Automotive, Inc., Alps Electric
(North America), Inc., and Alps Electric Co., Ltd.*

/s/ Steve A. Reiss (w/consent)

Steven A. Reiss

Adam C. Hemlock

WEIL, GOTSHAL & MANGES LLP

767 Fifth Avenue

New York, New York 10153-0119

Telephone: (212) 310-8000

Facsimile: (212) 310-8007

steven.reiss@weil.com

adam.hemlock@weil.com

Fred K. Herrmann

Joanne G. Swanson

Matthew L. Powell

KERR RUSSELL & WEBER PLC

500 Woodward Avenue

Suite 2500

Detroit, MI 48226

Tel. (313) 961-0200

Fax (313) 961-0388

fherrmann@kerr-russell.com

jswanson@kerr-russell.com

mpowell@kerr-russell.com

*Counsel for Defendants Calsonic Kansei Corp. and
Calsonic Kansei North America, Inc.*

/s/ Ronald M. Mcmillan (w/consent)

John J. Ekund (OH 0010895)

Maura L. Hughes (OH 0061929)

Ronald A. McMillan (OH 0072437)

Alexander B. Reich (OH 0084869)

CALFEE, HALTER & GRISWOLD LLP

The Calfee Building

1405 East Sixth Street

Cleveland, OH 44114-1607

(216) 622-8200 (Phone)

(216) 241-0816 (Fax)

jeklund@calfee.com

mhughes@calfee.com

rmcmillan@calfee.com

areich@calfee.com

Counsel for Defendant Continental Automotive Systems, Inc., Continental Automotive Electronics, LLC and Continental Automotive Korea Ltd.

/s/ Steven F. Cherry (w/consent)

Steven F. Cherry

David P. Donovan

Brian C. Smith

WILMER CUTLER PICKERING HALE AND DORR LLP

1875 Pennsylvania Avenue, NW

Washington, DC 20006

Telephone: (202) 663-6000

Facsimile: (202) 663-6363

steven.cherry@wilmerhale.com

david.donovan@wilmerhale.com

brian.smith@wilmerhale.com

Counsel for Defendants DENSO Corp., DENSO International America, Inc., DENSO International Korea Corp., DENSO Korea Automotive Corp., DENSO Products & Services Americas, ASMO Co., Ltd., ASMO North America, LLC, ASMO Greenville of North Carolina, Inc., ASMO Manufacturing, Inc., and ASMO North Carolina Inc.

Steven M. Zarowny

General Counsel

DENSO International America, Inc.

24777 Denso Drive
Southfield, MI 48033
Telephone: (248) 372-8252
Fax: (248) 213-2551
steve_zarowny@denso-diam.com

*Counsel for Defendant DENSO International
America, Inc.*

/s/ Matthew J. Reilly (w/consent)

Matthew J. Reilly
Abram J. Ellis
SIMPSON THACHER & BARTLETT LLP
900 G Street, N.W.
Washington, D.C. 20001
Tel.: (202) 636-5500
Fax: (202) 636-5502
matt.reilly@stblaw.com
aellis@stblaw.com

George S. Wang
Shannon K. McGovern
SIMPSON THACHER & BARTLETT LLP
425 Lexington Avenue
New York, N.Y. 10017
Tel: (212) 455-2000
Fax: (212) 455-2502
gwang@stblaw.com
smcgovern@stblaw.com

*Attorneys for Defendants Diamond Electric Mfg.
Co., Ltd. and Diamond Electric Mfg. Corp.*

/s/ Bruce A. Baird (w/consent)

Bruce A. Baird
Sarah L. Wilson
Michael J. Fanelli
COVINGTON & BURLING LLP
One CityCenter
850 Tenth Street, NW
Washington, DC 20001
Telephone: (202) 662-6000
Fax: (202) 778-5383
bbaird@cov.com
swilson@cov.com
mfanelli@cov.com

Maureen T. Taylor (P63547)
**BROOKS WILKINS SHARKEY & TURCO
PLLC**
401 Old South Woodward, Suite 400
Birmingham, MI 48009
Tel: (248) 971-1721
Fax: (248) 971-1801
Email: taylor@bwst-law.com

*Counsel for Defendants Keihin Corp.² and Keihin
North America, Inc.*

/s/ Franklin R. Liss (w/consent)
Franklin R. Liss
Barbara H. Wootton
Danielle M. Garten
Matthew Tabas
ARNOLD & PORTER LLP
601 Massachusetts Ave., NW
Washington, DC 20001
Tel: (202) 942-5969
Fax: (202) 942-5999
frank.liss@aporter.com
barbara.wootton@aporter.com
danielle.garten@aporter.com
matthew.tabas@aporter.com

Howard B. Iwrey (P39635)
Brian M. Moore (P58584)
DYKEMA GOSSETT PLLC
39577 Woodward Ave., Suite 300
Bloomfield Hills, MI 48304
Tel: (248) 203-0700
Fax: (248) 203-0763
hiwrey@dykema.com
bmoore@dykema.com

*Counsel for Defendants Koito Manufacturing Co.,
Ltd. and North American Lighting, Inc.*

/s/ William M. Sullivan Jr. (w/consent)
William M. Sullivan Jr.

² Keihin Corp. has moved to dismiss, including for lack of personal jurisdiction. Its motion remains pending. Keihin Corp. does not waive and expressly reserves the right to argue any jurisdictional defense or any other defense.

Michael L. Sibarium
Jeetander T. Dulani
**PILLSBURY WINTHROP SHAW PITTMAN
LLP**

1200 Seventeenth Street, N.W.
Washington, D.C. 20036-3006
Telephone: (202) 663-8000
Facsimile: (202) 663-8007
wsullivan@pillsburylaw.com
michael.sibarium@pillsburylaw.com
jeetander.dulani@pillsburylaw.com

Counsel for Mikuni America Corp.

/s/ William L. Monts, III (w/consent)

William L. Monts, III
HOGAN LOVELLS
Columbia Square
555 Thirteenth Street, NW
Washington, D.C. 20004
Telephone: (202) 637-6440
Facsimile: (202) 637-5910
william.monts@hoganlovells.com

*Counsel for Mitsubishi Heavy Industries America,
Inc., Mitsubishi Heavy Industries Climate Control,
Inc., and Mitsubishi Heavy Industries, Ltd.*

/s/ George A. Nicoud (w/consent)

George A. Nicoud III
Rachel S. Brass
Austin Schwing
Caeli A. Higney
Brandon W. Halter
GIBSON, DUNN & CRUTCHER LLP
555 Mission Street
San Francisco, CA 94105-0921
Tel.: (415) 393-8200
Fax: (415) 393-8306
TNicoud@gibsondunn.com
RBrass@gibsondunn.com
ASchwing@gibsondunn.com
CHigney@gibsondunn.com
BHalter@gibsondunn.com

*Counsel for Defendants Mitsuba Corp. and
American Mitsuba Corp.*

/s/ Terrence J. Truax (w/consent)

Terrence J. Truax
Charles B. Sklarsky
Michael T. Brody
Gabriel A. Fuentes
Daniel T. Fenske
JENNER & BLOCK LLP
353 N. Clark Street
Chicago, IL 60654-3456
ttruax@jenner.com
csklarsky@jenner.com
mbrody@jenner.com
gfuentes@jenner.com
dfenske@jenner.com

Gary K. August
Jamie J. Janisch
ZAUSMER, AUGUST & CALDWELL, P.C.
31700 Middlebelt Road, Suite 150
Farmington Hills, MI 48334-2374
gaugust@zacfirm.com
jjanisch@zacfirm.com

*Counsel for Defendants Mitsubishi Electric Corp.,
Mitsubishi Electric US Holdings, Inc., and
Mitsubishi Electric Automotive America, Inc.*

/s/ Eric P. Enson (w/consent)

Eric P. Enson
JONES DAY
555 S Flower St.
Los Angeles, CA 90071
epenson@jonesday.com

John M. Majoras
JONES DAY
51 Louisiana Avenue, NW
Washington, DC 20001-2113
jmmajoras@jonesday.com

*Counsel for NGK Spark Plugs (U.S.A.) Holding,
Inc., NGK Spark Plugs (USA) Inc., NGK Spark
Plugs Co. Ltd., and NTK Technologies, Inc.*

/s/ John Roberti (w/consent)

John Roberti
Matthew Boucher
ALLEN & OVERY LLP
1101 New York Avenue NW
Washington, D.C. 20005
202-683-3800
john.roberti@allenoverly.com
matthew.boucher@allenoverly.com

Michael S. Feldberg
ALLEN & OVERY LLP
1221 Avenue of the Americas
New York, NY 10020
212-610-6360
michael.feldberg@allenoverly.com

William R. Jansen (P36688)
Michael G. Brady (P57331)
WARNER NORCROSS & JUDD LLP
2000 Town Center, Suite 2700
Southfield, MI 48075-1318
248-784-5000
wjansen@wnj.com
mbrady@wnj.com

*Counsel for Defendants Robert Bosch LLC and
Robert Bosch GmbH*

/s/ Millicent Lundburg (w/consent)

Millicent Lundburg
J. David Rowe
DuBOIS, BRYANT & CAMPBELL LLP
303 Colorado Street, Suite 2300
Austin, TX 78701
mlundburg@dbcllp.com
jrowe@dbcllp.com

*Attorneys for Defendants Sanden International
(U.S.A.) Inc.*

/s/ Matthew J. Reilly (w/consent)

Matthew J. Reilly
Abram J. Ellis
David T. Shogren

SIMPSON THACHER & BARTLETT LLP

900 G Street, N.W.
Washington, D.C. 20001
Tel.: (202) 636-5500
Fax: (202) 636-5502
matt.reilly@stblaw.com
aellis@stblaw.com
dshogren@stblaw.com

George S. Wang
Shannon K. McGovern

SIMPSON THACHER & BARTLETT LLP

425 Lexington Avenue
New York, N.Y. 10017
Tel: (212) 455-2000
Fax: (212) 455-2502
gwang@stblaw.com
smcgovern@stblaw.com

*Attorneys for Defendants Stanley Electric Co., Ltd.,
Stanley Electric U.S. Co., Inc., and II Stanley Co.,
Inc.*

/s/ Sheldon H. Klein (w/consent)

Sheldon H. Klein
David F. DuMouchel

BUTZEL LONG

150 West Jefferson, Suite 100
Detroit, MI 48226
Tel.: (313) 225-7000
Fax: (313) 225-7080
sklein@butzel.com
dumouchd@butzel.com

W. Todd Miller

BAKER & MILLER PLLC

2401 Pennsylvania Ave., NW, Suite 300
Washington, DC 20037
Tel.: (202) 663-7820
Fax: (202) 663-7849
TMiller@bakerandmiller.com

*Counsel for Defendants TRAM, Inc. and Tokai Rika
Co., Ltd.*

/s/ Brian Byrne (w/consent)

Brian Byrne
Ryan M. Davis
**CLEARY GOTTlieb STEEN & HAMILTON
LLP**
2000 Pennsylvania Avenue NW
Washington, DC 20006
Telephone: (202) 974-1850
Facsimile: (202) 974-1999
bbyrne@cgsh.com
rmdavis@cgsh.com

/s/ Howard B. Iwrey (w/consent)
Howard B. Iwrey (P39635)
Brian M. Moore (P58584)
DYKEMA GOSSETT PLLC
39577 Woodward Ave., Suite 300
Bloomfield Hills, MI 48304
Tel: (248) 203-0700
Fax: (248) 203-0763
hiwrey@dykema.com
bmoore@dykema.com

*Counsel for Defendants Valeo Japan Co., Ltd.,
Valeo Inc., Valeo Electrical Systems, Inc., and
Valeo Climate Control Corp.*

/s/ Marguerite M. Sullivan (w/consent)
Marguerite M. Sullivan
Allyson M. Maltas
Thomas J. Humphrey
LATHAM & WATKINS LLP
555 Eleventh Street NW, Suite 1000
Washington, DC 20004-1304
Tel.: (202) 637-2200
Fax: (202) 637-2201
marguerite.sullivan@lw.com
allyson.maltas@lw.com
thomas.humphrey@lw.com

/s/ Howard B. Iwrey (w/consent)
Howard B. Iwrey (P39635)
Brian M. Moore (P58584)
DYKEMA GOSSETT PLLC
39577 Woodward Ave., Suite 300
Bloomfield Hills, MI 48304
Tel: (248) 203-0700

Fax: (248) 203-0763
hiwrey@dykema.com
bmoore@dykema.com

Counsel for Weastec, Inc.

IT IS SO ORDERED.

DATED: December __, 2015

MARIANNE O. BATTANI
UNITED STATES DISTRICT JUDGE